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(1/88)

**United States Bankruptcy Court**  
**Southern** District of **New York**

**In re:**

MARKETXT HOLDINGS CORP., ET. AL.,

Bankruptcy Case No. 04-12078 (ALG)

**Debtor**

ALAN NISSELSON, AS CHAPTER 11

TRUSTEE OF MARKETXT HOLDINGS CORP.,

AND THE OFFICIAL COMMITTEE OF

UNSECURED CREDITORS

B.C. 06.0165

U.S. DISTRICT COURT - DE

MISC. CASE # 06 - 78

**Plaintiff**

v.

EMPYREAN INVESTMENT

Adv. Proc. No. 05-01268 (ALG)

FUND, LP ET AL.

**Defendant**

**CERTIFICATION OF JUDGMENT FOR  
REGISTRATION IN ANOTHER DISTRICT**

FILED  
CLERK U.S. DISTRICT COURT  
DISTRICT OF DELAWARE  
2006 APR -7 AM 9:45  
Fed Ex

I, clerk of the bankruptcy court of this district do certify that the attached judgment is a true and correct copy of the original judgment entered in the above entitled proceeding on March 20, 2006 as it appears of record in my office, and that:

(date)

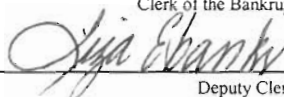
- ☐ No notice of appeal from this judgment has been filed, and no motion of the kind set forth in Federal Rule of Civil Procedure 60, as made applicable by Bankruptcy 9024, has been filed.
- ☐ No notice of appeal from this judgment has been filed, and any motions of the kind set forth in Federal Rule of Civil Procedure 60, as made applicable by Bankruptcy Rule 9024, have been disposed of, the latest order disposing of such a motion having been entered on \_\_\_\_\_.
- (date)
- ☐ An appeal was taken from this judgment, and the judgment was affirmed by mandate of the \_\_\_\_\_
- (name of court)
- \_\_\_\_\_ issued on \_\_\_\_\_.
- (date)
- ☐ An appeal was taken from this judgment, and the appeal was dismissed by order entered on \_\_\_\_\_.
- (date)
- ☒ An appeal was taken from this judgment, and the appeal is pending.

Attached is a certified copy of an Order approving registration of judgment in another district.

Kathleen Farrell-Willoughby

Clerk of the Bankruptcy Court

By:



Deputy Clerk

3/23/2006

Date

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re

MarketXT Holdings Corp., et al.,

Debtors.

ALAN NISSELSOON, as Chapter 11  
Trustee of MarketXT Holdings Corp., and the  
Official Committee of Unsecured Creditors,

Plaintiffs,

-v.-

EMPYREAN INVESTMENT FUND, LP,  
EMPYREAN GENERAL PARTNER, LLC,  
ASH MASTER FUND, LP, ASH MASTER  
FUND II, LLC, ASH MASTER FUND II,  
LP, ASH FUND LP f/k/a EMPYREAN  
FUND LP, ASH FUND II LP, ASH  
CAPITAL, LLC f/k/a, ASH CAPITAL  
MANAGEMENT, ASH GENERAL  
PARTNER, LLC, ASH OFFSHORE  
FUND LTD, ASH GENERAL PARTNER  
OFFSHORE, LTD, RAUF ASHRAF,  
and JOHN DOES 1 through 10,

Defendants.

Chapter 11

Case No. 04-12078 (ALG)

S. DISTRICT COURT - DE  
MISC. CASE # 06 - 78

Adv. Proc. No. 05-01268 (ALG)

JUDGMENT AND ORDER

BC 06.0165

On January 10, 2006, the Court having issued a Memorandum of Opinion finding Defendant Rauf Ashraf in civil contempt of an order of the Court and finding all Defendants, including Empyrean Investment Fund, LP, Empyrean General Partner, LLC, Ash Master Fund, LP, Ash Master Fund II, LLC, Ash Master Fund II, LP, Ash Fund LP f/k/a Empyrean Fund LP, Ash Fund II LP, Ash Capital, LLC f/k/a Ash Capital Management, Ash General Partner, LLC, Ash Offshore Fund Ltd. and Ash General Partner Offshore Ltd., and Rauf Ashraf in violation of an agreed stipulation made in open court; and on January 27, 2006 this Court having entered an order (the "Contempt Order"); and Defendants having failed to comply with their obligation



under the Contempt Order to restore \$6.7 million to the Restrained Funds (as defined in the Memorandum of Opinion); it is hereby

**ADJUDGED** that ~~the Trustee is Plaintiffs~~ are awarded judgment against Defendants, jointly and severally, in the amount of **six million seven hundred thousand dollars (\$6,700,000)** solely with respect to their noncompliance with the Contempt Order; and it is further

**ADJUDGED** that this judgment shall bear interest at the federal judgment rate from the date of its entry until the date it is fully satisfied; and it is further

**ORDERED AND ADJUDGED** that ~~the Trustee~~ may have execution on this **Judgment and** for good cause shown this judgment may be immediately registered in any other federal district pursuant to 28 U.S.C. § 1963.

Dated: New York, New York  
March 20, 2006

/s/ Allan L. Gropper  
HONORABLE ALLAN L. GROPPER  
United States Bankruptcy Judge

I hereby attest and certify on March 23, 2006  
that this document is a full, true and correct  
copy of the original filed on the court's  
electronic case filing system

Clerk, US Bankruptcy Court, SDNY

By: Sija Ebanku Deputy Clerk



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April 6, 2006

Peter T. Dalleo  
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United States District Court, District of Delaware  
J. Caleb Boggs Federal Building  
844 N. King St.  
Wilmington, DE 19801



**Re: MarketXT Holdings Corp. *et al.***  
**Registration of Judgment**  
**Our File No. 23024-0006**

Dear Mr. Dalleo:

I enclose a certified copy of the judgment entered on March 20, 2006 in the U.S. Bankruptcy Court, Southern District of New York in favor of Alan Nisselson, Chapter 11 Trustee of MarketXT Holdings Corp. against Emphyrean Investment Fund *et al.*

This office respectfully requests the registration of the judgment in the District of Delaware.

I also enclose a check in the amount of \$39.00 in payment of the filing fee and a self-addressed pre-paid envelope for the return of a copy confirming registration.

Should you have any questions or require additional information, please do not hesitate to contact me at the above telephone number.

Very truly yours,

Cindy Gugg  
Legal Assistant